



General Motors Company
Dealer Business Planning Group
Mail Code 482-A08-C68
100 GM Renaissance Center
Detroit, MI 48295-1000

Exhibit
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FEDERAL EXPRESS# 7977 5194 9111

PERSONAL & CONFIDENTIAL

July 10, 2009

Mount Kisco Chevrolet Cadillac Hummer, Inc.
175 N Bedford Rd
Mount Kisco, NY 10549

Attention: The Administrator of the Estate of Mr. Adrian Quinn

We ("New GM") are writing you as the purchaser of substantially all of the assets of General Motors Corporation ("Old GM"). You should have received recently a motion (the "Rejection Motion") filed with the United States Bankruptcy Court by Old GM earlier this week which seeks the Bankruptcy Court's approval to reject the Chevrolet, Cadillac Dealer Sales and Service Agreement(s) and Ancillary Agreements (collectively, the "Dealer Agreement") in effect between Mount Kisco Chevrolet Cadillac Hummer, Inc. and Old GM, now known as Motors Liquidation Holdings.

The Rejection Motion was necessary because Old GM can no longer perform under your Dealer Agreement as a result of the sale transaction. For example, Old GM no longer owns the GM trademarks. Accordingly, Mount Kisco Chevrolet Cadillac Hummer, Inc. is no longer authorized to use any of GM's trademarks or service marks as outlined in Article 17.5 of the Dealer Agreement and all use of GM/Divisional signage must be discontinued effective immediately. Additionally, you must discontinue the use of all advertising, Internet web sites, stationary, or other printed material that contains or relates to the trade names or trademarks of GM or any of its divisions. Mount Kisco Chevrolet Cadillac Hummer, Inc. will be contacted within the next 30 days regarding the removal of any signage it leases from GMDI.

Therefore, we wanted to inform you that as a result of the sale, Mount Kisco Chevrolet Cadillac Hummer, Inc. shall have no further rights (direct, indirect, contractual or otherwise) to act as an Authorized Dealer of GM automobiles. However, being mindful of the impact the Rejection Motion will have on you, we wish to offer you the following accommodations for which New GM otherwise has no legal obligation:

- New GM will continue to administer the close-out of ordinary normal course open account activity under the Dealer Agreement. In that regard, utilizing the systems currently in place, New GM will make on Old GM's behalf payments arising in the ordinary course including warranty, sales incentives, vehicle holdback, wholesale floorplan, and marketing stimulus program payments accruing during the period of June 1, 2009 through July 9, 2009.

- In addition, at the option of New GM, New GM may make payments arising in the ordinary course including warranty, sales incentives, vehicle holdback, wholesale floorplan, and marketing stimulus program payments accruing during the period prior to June 1, 2009.

These accommodations are conditioned upon the following:

- **Warranty Claims:** Dealership submissions for warranty repairs that have a repair order date prior to July 10, 2009 must be submitted electronically to New GM for processing by no later than 5:00pm EDT July 24, 2009. New GM will not pay for any warranty repairs performed on and after July 10, 2009.
- **Incentive Payments:** Dealership submissions for vehicle incentive payments on vehicles reported delivered by Dealer to Old GM prior to July 10, 2009 must be submitted electronically to GM for processing by no later than 5:00pm EDT July 24, 2009. New GM will not honor any of Old GM's incentive payment obligations for vehicles reported delivered by Dealer on and after July 10, 2009.
- **GM Communication Equipment:** The GM Interactive Distance Learning Equipment must be disposed of by the dealership in accordance with local disposal ordinances. If you have any questions about this equipment, please contact your Dealer Network Coordinator at (888) 748-2687, (prompts Distance Learning Equipment, move/add/change, then enter your area code).

This letter shall also inform you that by no later than July 25, 2009, all GlobalConnect user IDs associated with your BAC will be DE-ACTIVATED with the EXCEPTION of your Partner Security Coordinator's (PSC) ID. Only the PSC's ID will remain active. If there are any non-PSC IDs which need to remain active for business purposes (eg. submitting warranty claims, operating reports, etc.), your PSC will need to RE-ACTIVATE those particular IDs.

Lastly, in order to be able to effectively communicate and correspond with you after July 10, 2009, you must complete the attached "Post Rejection Notification" form and fax it to the New GM Dealer Business Planning Group at the number listed on the form.

Very truly yours,

General Motors Company

Attachment



General Motors

POST REJECTION NOTIFICATION

Rejected Dealer Company Information

Dealership Name: _____ BAC: _____
Physical Street Address: _____
City: _____ State: _____ Zip: _____
Phone Number: _____

Rejected Dealer Operator Contact Information

(Please provide contact information where GM can reach the Dealer Operator
and an Alternate Contact for the foreseeable future)

Dealer Operator Name: _____

Contact street address same as the dealership address shown above? ☐ Y ☐ N

Street Address: _____

City: _____ State: _____ Zip: _____

Contact phone number same as the dealership phone number shown above? ☐ Y ☐ N

Phone Number: _____ Alternate Phone: _____

Email Address: _____

Alternate Contact Name: _____

Contact street address same as the dealership address shown above? ☐ Y ☐ N

Street Address: _____

City: _____ State: _____ Zip: _____

Contact phone number same as the dealership phone number shown above? ☐ Y ☐ N

Phone Number: _____ Alternate Phone: _____

Email Address: _____

DEALER: Fax to your Dealer Business Planning Analyst in the GM Dealer Business Planning Group at
313-667-5461/5462